SBC-13STATE/SAGE TELECOM, INC.; SAGE TELECOM OF TEXAS, L.P.

6.7 The headings of certain sections of this Amendment are for convenience of reference only, and shall in no way define, modify or restrict the meaning or interpretation of the terms or provisions of this Amendment.

6.8 This Amendment may be executed in any number of counterparts, each of which shall be deemed an original; but such counterparts shall together constitute one and the same instrument.

IN WITNESS WHEREOF, this Amendment was executed in duplicate on this 30 day of April, 2004.

Sage Telecom, Inc. and Sage Telecom of Texas, L.P.	Illinois Bell Telephone Company d/b/a SBC Illinois, Indiana Bell Telephone Company Incorporated d/b/a
	SBC Indiana, Michigan Bell Telephone Company
	d/b/a SBC Michigan, The Ohio Bell Telephone
	Company d/b/a SBC Ohio, and Wisconsin Bell Inc.
	d/b/a SBC Wisconsin, Nevada Bell Telephone
	O Jak to ODO Neverdo Desidio Dell Telephone

Company d/b/a SBC Nevada, Pacific Bell Telephone Company d/b/a SBC California, Southern New England Telephone Company d/b/a SBC Connecticut, Southwestern Bell Telephone, L.P. d/b/a SBC Arkansas, SBC Kansas, SBC Missouri, SBC Oklahoma and/or SBC Texas by SBC

FACILITIES-BASED OCN # 98/3

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